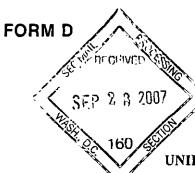
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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

# FORM D

NOTICE OF SALE OF SECURITIES
PURSUANT TO REGULATION D,
SECTION 4(6), AND/OR
UNIFORM LIMITED OFFERING EXEMPTION

OMB AP	PROVAL
OMB Number:	
Expires: Ap	ril 30,2008 rage burden
Estimated ave	rage burden
hours per resp	onse 16.00

SEC	USE ONLY								
Prefix	Serial								
DA	TE RECEIVED								

Name of Offering ( check if this is an amendment and name has changed, and indicate change.)	
Rockies Region 2007 Limited Partnership	
Filing Under (Check box(es) that apply): Rule 504 Rule 505 Rule 506 Section 4(6)	O ULOE PROCESS
Type of Filing: New Filing  Amendment	
A. BASIC IDENTIFICATION DATA	001 II ? man
1. Enter the information requested about the issuer	Trans
Name of Issuer (   check if this is an amendment and name has changed, and indicate change.)	STON SON
Rockies Region 2007 Limited Partnership	WANCIAL
Address of Executive Offices (Number and Street, City, State, Zip Code)	Telephone Number (Including Area Code)
120 Genesis Boulevard, P.O. Box 26, Bridgeport, WV 26330	(304) 808-6249
Address of Principal Business Operations (Number and Street, City, State, Zip Code) (if different from Executive Offices)	Telephone Number (Including Area Code)
Brief Description of Business	
Drilling, owning and operating natural gas and oil wells	AND AND AREA COME AND AREA COM
Type of Business Organization	
corporation Imited partnership, already formed other (p	please spr
business trust limited partnership, to be formed.	07079057
Month Year	
Actual or Estimated Date of Incorporation or Organization: 05 07 Actual Estir	nated
Jurisdiction of Incorporation or Organization: (Enter two-letter U.S. Postal Service abbreviation for State	::
CN for Canada; FN for other foreign jurisdiction)	₩₩

#### GENERAL INSTRUCTIONS

### Federal:

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6).

When To File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where To File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

#### State:

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

# ATTENTION-

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predictated on the filing of a federal notice.

	A BASIC TO	NTIFICATION DATA	KE GERAGE	Charles Constitution
2. Enter the information requested for the following	ing:			
<ul> <li>Each promoter of the issuer, if the issuer</li> </ul>	has been organized w	ithin the past five years;		
<ul> <li>Each beneficial owner having the power to</li> </ul>	vote or dispose, or dir	rect the vote or disposition (	of, 10% or more of	a class of equity securities of the issue
<ul> <li>Each executive officer and director of cor</li> </ul>	porate issuers and of	corporate general and man	aging partners of p	partnership issuers; and
<ul> <li>Each general and managing partner of partner</li> </ul>	rinership issuers.			
Check Box(es) that Apply: Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, if individual) Petroleum Development Corporation				
Business or Residence Address (Number and Stre	et Ciny State 7in Co	ode)		<u> </u>
120 Genesis Boulevard, P.O. Box 26, Bridge				
Check Box(es) that Apply: Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, if individual)		· · · · · · · · · · · · · · · · · · ·	<u>_</u>	
Williams, Steven R.				
Business or Residence Address (Number and Stree	et, City, State, Zip Co	de)	-	
120 Genesis Boulevard, P.O. Box 26, Bridgep	ort, WV 26330			
Check Box(es) that Apply: Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, if individual) Riley, Thomas E.				
Business or Residence Address (Number and Street	et, City, State, Zip Co	de)	-	
120 Genesis Boulevard, P.O. Box 26, Bridger	oort, WV 26330			
Check Box(es) that Apply: Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, if individual)				
Swoveland, Jeffrey C.				
Business or Residence Address (Number and Street	t, City, State, Zip Co	de)		
120 Genesis Boulevard, P.O. Box 26, Bridge	port, WV 26330			
Check Box(es) that Apply: Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, if individual) D'Annunzio, Vincent F.		<u>,</u>		
Business or Residence Address (Number and Stree 120 Genesis Boulevard, P.O. Box 26, Bridge		de)		•
Check Box(es) that Apply: Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, if individual) Wakim, Kimberly Luff				
Business or Residence Address (Number and Stree 120 Genesis Boulevard, P.O. Box 26, Bridge		dc)		,
Check Box(es) that Apply: Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, if individual) Parke, David C.	<u> </u>		<del></del>	
Business or Residence Address (Number and Stree		de)		

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Each beneficial ow	ner having the pow	er to vote or dispose, or di	rect the vote or disposition	of, 10% or more of	a class of equity securities of the issuer.
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		f partnership issuers.		•	
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Business or Residence Addre	ss (Number and	Street, City, State, Zip C	ode)		<del></del>
120 Genesis Boulevard, F			,		
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Business or Residence Addre	ss (Number and	Street, City, State, Zip C	ode)		
120 Genesis Boulevard, I	P.O. Box 26, Brid	dgeport, WV 26330			
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Full Name (Last name first,	if individual)				
Stearns, Eric. R.					
Business or Residence Addre 120 Genesis Boulevard,			ode)		
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4. Enter the information requested for each person who has been or will be paid or given, directly or indirectly, an													
commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only.													
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Answer also in Appendix, Column 2, if filing under ULOE.													
2. What is the minimum investment that will be accepted from any individual?												s 20,	.000.000
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1. Has the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering?												Νο <b>Ξ</b>
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3. Does the offering permit joint ownership of a single unit?												No
<ol> <li>Does the offering permit joint ownership of a single unit?</li> <li>Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any</li> </ol>												
4. Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only.												
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ANFORMATION ABOUT OFFFRING  1. Has the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering?												Yes	No 図
Answer also in Appendix, Column 2, if filing under ULOE.												. C	E
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2. What is the minimum investment that will be accepted from any individual?  3. Does the offering permit joint ownership of a single unit?  4. Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer constants, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only.  Full Name (Last name first, if individual)  FSC Securities Corporation (AIG)  Business or Residence Address (Number and Street, City, State, Zip Code)  2300 Windy Ridge Parkway, Ste 1100, Atlanta, GA 30339  Name of Associated Broker or Dealer  States in Which Person Listed Has Solicited or Intends to Solicit Purchasers  (Check "All States" or check individual States)  ALL AK AZ AR CA CO CT DE DC FL GA HL DD MA MM MM MS MO MT NE NY NY PR  Full Name (Last name first, if individual)  Farm twilliams  Business or Residence Address (Number and Street, City, State, Zip Code)  1650 Market Street, 1 Liberty, 53rd FL, Philadelphia, PA 19103  Name of Associated Broker or Dealer  States in Which Person Listed Has Solicited or Intends to Solicit Purchasers  (Check "All States" or check individual States)  All States  ALL AK AZ AR CA CO CT DE DC K GA HL DD  Check "All States" or check individual States)  All States  ALL AK AZ AR CA CO CT DE DC K GA HL DD  THE NY IA MS KY LA ME MD MA MM MS MO	••	-1	123201 301	u, or uous .							_	*************		<u>17.1</u>
3. Does the offering permit joint ownership of a single unit?  4. Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer registered with the SSC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer east a broker or dealer, lyoung set forth the information for that broker or dealer only.  Full Name (Last name first, if individual) FSC Securities Corporation (AIG)  Business or Residence Address (Number and Street, City, State, Zip Code)  2300 Windy Ridge Parkway, Sta 1100, Atlanta, GA 30339  Name of Associated Broker or Dealer  States in Which Person Listed Has Solicited or Intends to Solicit Purchasers  (Check "All States" or check individual States)  AL AK AZ AK CA CO CT DE DC FL GA HI DD MM MS MO MS MS MO MS	2.	What is	the minin	um investr					_				s_ <sup>20</sup>	.00.000,
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commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering.  If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only.  Full Name (Last name first, if individual)  FSC Securities Corporation (AIG)  Business or Residence Address (Number and Street, City, State, Zip Code)  2300 Windy Ridge Parkway, Sta 1100, Atlanta, GA 30339  Name of Associated Broker or Dealer  States in Which Person Listed Has Solicited or Intends to Solicit Purchasers  (Check "All States" or check individual States)	3.												_	
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Has the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering?   Yes   No	7					, R. D	TORMAT	ON-ALOU	POFFERD	NG (a)		48.20	STALL.	900 p. 16
Answer also in Appendix, Column 2, if filing under ULOE.  2. What is the minimum investment that will be accepted from any individual?  3. Does the offering permit joint ownership of a single unit?  4. Eater the information requested for each person who has been or will be paid or given, directly or indirectly, any commission or similar removeration for solicitation of purchasers in connection with sales of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer, you may set forth the information for that broker or dealer, you may set forth the information for that broker or dealer, you may set forth the information for that broker or dealer, you may set forth the information for that broker or dealer only.  Full Name (Last name first, if individual)  Northeast Secutives, Inc.  Business or Residence Address (Number and Street, City, State, Zip Code)  323 Earle Ovington Blvd, Suite 706, Mitchel Field, NY 11553  Name of Associated Broker or Dealer  States in Which Person Listed Has Solicited or Intends to Solicit Purchasers  (Check "All States" or check individual States)  All States  All Ast Az Ast States Stat	1	Hac the	icener cold	or does th	e iccuer in	tend to ce	Il to non-a	ccredited is	nvestors in	this offeri	ne?			
2. What is the minimum investment that will be accepted from any individual?  3. Does the offering permit joint ownership of a single unit?  4. Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering. If a person to be listed is an associated person or agent of a brive or dealer registered with the SSC and/or with a state or state, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only.  Full Name (Lest name first, if individual)  Northeast Securities, inc.  Business or Residence Address (Number and Street, City, State, Zip Code)  333 Earle Ovington Blvd, Sufte 706, Mitchell Field, NY 11553  Name of Associated Broker or Dealer  States in Which Person Listed Has Solicited or Intends to Solicit Purchasers  (Check "All States" or check individual States)  All All States  All All All All All All All All All Al	1.	THE INC	122021 2010	, or does u									نسا	
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4. Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any commission or similar remuneration for solicitation of purchasers in commention with sales of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer, represent with the SSC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only.  Full Name (Last name first, if individual) Northeast Securities, Inc.  Business or Residence Address (Number and Street, City, State, Zip Code)  333 Earle Ovington Blvd, State 706, Mitchel Field, NY 11553  Name of Associated Broker or Dealer  States in Which Person Listed Has Solicited or Intends to Solicit Purchasers  (Check "All States" or check individual States)  ALL AK AZ AR CA CO CT DE DC FL GA HI DD MA MI MIN MIN MIN MIN MIN MIN MIN MIN MIN	_												Yes	No
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a broker or dealer, you may set forth the information for that broker or dealer only.  Full Name (Last name first, if individual)  Northeast Securities, Inc.  Business or Residence Address (Number and Street, City, State, Zip Code)  333 Earle Ovington Blvd, Suite 706, Mitchel Field, NY 11553  Name of Associated Broker or Dealer  States in Which Person Listed Has Solicited or Intends to Solicit Purchasers  (Check "All States" or check individual States)  AL AK AZ AR CA CO CT DE DC FL GA HI ID  IT IN IA ES KY LA ME MD MA MI MAN MS MO MT NE NV NH NI NM NY NC ND OEL OX OR PA  RI SC SD IN IX UT VT VA WA WV WI WY PR  Full Name (Last name first, if individual)  KCD Financial Inc.  Business or Residence Address (Number and Street, City, State, Zip Code)  3313 S. Packerland Drive, Suite E. DePare, WI 54115  Name of Associated Broker or Dealer  States in Which Person Listed Has Solicited or Intends to Solicit Purchasers  (Check "All States" or check individual States)  AZ AK AZ AR GA GO CT DE DC FL GA HI DE CAN INC.  ALL STATES OF Check individual States)  AZ AK AZ AR GA GO CT DE DC RZ GA HI DE CAN INC.  ALL STATES OF Check individual States)  AZ AK AZ AR GA GO CT DE DC RZ GA HI DE CAN INC.  ALL STATES OF Check Individual States)  AZ AK AZ AR GA GO CT DE DC RZ GA HI DE CAN INC.  ALL STATES OF Check Individual States)  AZ AK AZ AR GA GO CT DE DC RZ GA HI DE CAN INC.  ALL STATES OF Check INC.  ALL STATES OF Che		If a perso	on to be list	ted is an ass	ociated pa	rson or age	nt of a brok	er or deale	r registered	with the S	EC and/or	with a state		
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l. Has th	e issuer sol	d. or does t	he issuer i	ntend to se	ell, to non-	accredited	investors i	n this offer	ine?		Yes	N₀ <b>⊠</b>
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# C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

1.	Enter the aggregate offering price of securities included in this offering and the total amount alread sold. Enter "0" if the answer is "none" or "zero." If the transaction is an exchange offering, check this box and indicate in the columns below the amounts of the securities offered for exchange are already exchanged.	k	
	Type of Security	Aggregate Offering Price	Amount Already Sold
	Debt	_ <b>2</b> 0.00	s 0.00
	Equity		\$ 0.00
	☐ Common ☐ Preferred		
	Convertible Securities (including warrants)	\$ 0.00	0.00 \$
	Partnership Interests		\$ 89,602,884.67
	Other (Specify)		\$ 0.00
	Total	\$ 110,000,000.00	s 89,602,884.67
	Answer also in Appendix, Column 3, if filing under ULOE.		
	offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of the purchases on the total lines. Enter "0" if answer is "none" or "zero."	ir Number Investors	Aggregate Dollar Amount of Purchases
	Accredited Investors		\$ 89,602,884.67
	Non-accredited Investors		\$ 0.00
	Total (for filings under Rule 504 only)		s
	Answer also in Appendix, Column 4, if filing under ULOE.		
3.	If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities old by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C — Question 1.		
	Time of Official	Type of Security	Dollar Amount Sold
	Type of Offering  Rule 505	NIA	\$
	Regulation A		ss
	Rule 504		ss
	Total		\$ 0.00
4	a. Furnish a statement of all expenses in connection with the issuance and distribution of th securities in this offering. Exclude amounts relating solely to organization expenses of the insure. The information may be given as subject to future contingencies. If the amount of an expenditure in not known, furnish an estimate and check the box to the left of the estimate.	e r.	•
	Transfer Agent's Fees		<b>s</b> _0.00
	Printing and Engraving Costs	_	\$ 0.00
	Legal Fees	_	\$ 0.00
	Accounting Fees	_	s 0.00
	Engineering Fees	_	\$ 0.00
	Sales Commissions (specify finders' fees separately)	_	s 11,500,000.00
	Other Expenses (identify)	_	\$ 0.00
	Total		s 11,500,000.00

j.:.	C OFFERING PRICE NUMBER OF INVE	STORS EXPENSES AND USE OF	PROCEEDS:	The second
	b. Enter the difference between the aggregate offering price given and total expenses furnished in response to Part C — Question 4.a. proceeds to the issuer."	This difference is the "adjusted gross	<u></u>	\$ 80,194,581.78
5.	Indicate below the amount of the adjusted gross proceed to the iss each of the purposes shown. If the amount for any purpose is n check the box to the left of the estimate. The total of the payments proceeds to the issuer set forth in response to Part C — Question	ot known, furnish an estimate and isted must equal the adjusted gross	١.	
			Payments to Officers, Directors, & Affiliates	Payments to Others
	Salaries and fees Management Fee	***************************************	\$ <u>_1,344,043.2</u> 7	
	Purchase of real estate	***************************************	<b>5</b>	□ \$
	Purchase, rental or leasing and installation of machinery and equipment		□ <b>s</b>	<b>\$</b>
	Construction or leasing of plant buildings and facilities			□ \$
	Acquisition of other businesses (including the value of securities offering that may be used in exchange for the assets or securities issuer pursuant to a merger)	of another		<b>\$</b>
	Repayment of indebtedness	1-10-07377.04.1443146310077.10.001.001.001.007.077.477.4800.0077.07	<b></b>	□\$
	Working capital		<b>5</b>	
	Other (specify): Available for investments including acquisition	n of leases for drilling prospects		\$_78,850,538.5
	Column Totals	***************************************	\$\\\1.344,043.27	<b>\$</b> 78,850,538.5
	Total Payments Listed (column totals added)		□ \$_ <del>80</del>	,194,581.78
	D. FEDER	AL SIGNATURE		
ian	issuer has duly caused this notice to be signed by the undersigned dusture constitutes an undertaking by the issuer to furnish to the U.S information furnished by the issuer to any non-accredited investor	. Securities and Exchange Commis	ssion, upon written	request of its start,
1122	ner (Print or Type) Signature	X 000	Date 1 1	
	ckies Region 2007 Limited Partnership	Jan Line	8/28/	07
		er (Print or Type)	_ <del></del>	
		ef Accounting Officer		

	E. STATE SIGNATURE		÷
1.	Is any party described in 17 CFR 230.262 presently subject to any of the disqualification provisions of such rule?	Yes	No <b>K</b>
	See Appendix, Column 5, for state response.		
2.	The undersigned issuer hereby undertakes to furnish to any state administrator of any state in which this notice is f D (17 CFR 239.500) at such times as required by state law.	iled a no	tice on Forr
3.	The undersigned issuer hereby undertakes to furnish to the state administrators, upon written request, informat issuer to offerees.	ion furn	ished by th
4.	The undersigned issuer represents that the issuer is familiar with the conditions that must be satisfied to be ent	itled to	the Uniform

The issuer has read this notification and knows the contents to be true and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

of this exemption has the burden of establishing that these conditions have been satisfied.

limited Offering Exemption (ULOE) of the state in which this notice is filed and understands that the issuer claiming the availability

Issuer (Print or Type)	Signature	_
Rockies Region 2007 Limited Partnership	Jan Stup 8/28/07	
Name (Print or Type)	Title (Print or Type)	
Darwin L. Stump	Chief Accounting Officer	

# Instruction:

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

- 7	and the state of the second second to the appendix of the least of the state of the second se										
1	Intend to sell to non-accredited investors in State (Part B-Item 1)		Intend to sell and aggregate offering price investors in State			4  Type of investor and  amount purchased in State  (Part C-Item 2)					
State	Yes	No	Partnership Interests	Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No		
AL		×	\$110,000,000.00	10	\$514,516.0	0	\$0.00	·	x		
AK		×	\$110,000,000.00	1	\$20,000.00	0	\$0.00		×		
AZ		х	\$110,000,000.00	31	\$1,675,000.	0	\$0.00		[x		
AR		×	\$110,000,000.00	7	\$225,000.00	0	\$0.00		×		
CA		×	\$110,000,000.00	245	\$13,474,773	0	\$0.00		×		
СО		×	\$110,000,000.00	27	\$996,505.0	0	\$0.00		×		
СТ		×	\$110,000,000.00	10	\$560,000.00	0	\$0.00		×		
DE		×	\$110,000,000.00	1	\$95,000.00	0	\$0.00		×		
DC		×	\$110,000,000.00	9	\$450,000.00	0	\$0.00		×		
FL		×	\$110,000,000.00	122	\$8,878,000.	0	\$0.00		×		
GA		×	\$110,000,000.00	39	\$1,380,000	0	\$0.00		_ x .		
HI		×	\$110,000,000.00	139	\$4,601,000.	0	\$0.00		×		
ID		×	\$110,000,000.00	20	\$2,550,000.0	0	\$0.00		×		
IL		×	\$110,000,000.00	95	\$3,243,010.	0	\$0.00		X		
IN		×	\$110,000,000.00	13	\$1,505,000.	0	\$0.00		×		
IA		×	\$110,000,000.00	65	\$2,145,000.	0	\$0.00		×		
KS		×	\$110,000,000.00	50	\$1,552,000	0	\$0.00		×		
ку		×	\$110,000,000.00	8	\$2,000,000.	0	\$0.00		×		
LA	<u>.</u>	×	\$110,000,000.00	6	\$740,000.0	0	\$0.00		×		
МЕ		×	\$110,000,000.00	2	\$75,000.00	0	\$0.00		X		
MD		×	\$110,000,000.00	48	\$2,376,000.	0	\$0.00		×		
МА		×	\$110,000,000.00	34	\$1,320,000.	0	\$0.00		х		
МІ		×	\$110,000,000.00	61	\$1,938,764.	0	\$0.00		×		
MN		х	\$110,000,000.00	54	\$1,875,000.	0	\$0.00		×		
MS		×	\$110,000,000.00	9	\$200,000.0	0	\$0.00		×		

#### APPENDIX - LATER TO BE A CONTROL OF APPENDIX - LATER OF THE PROPERTY OF THE PR 1 Disqualification under State ULOE Type of security Intend to sell and aggregate (if yes, attach to non-accredited offering price Type of investor and explanation of investors in State offered in state amount purchased in State waiver granted) (Part B-Item 1) (Part C-Item 1) (Part C-Item 2) (Part E-Item 1) Number of Number of Non-Accredited Accredited Partnership State Yes No Investors Investors Amount Yes No Amount Interests \$110,000,000.00 \$1,941,000.0 \$0.00 MO X 40 X \$110,000,000.00 1 \$100,000.00 MT \$0.00 X X NE \$110,000,000.00 \$0.00 4 \$176,882.0 X X NV × \$110,000,000.00 21 \$2,308,531. \$0.00 X \$110,000,000.00 7 NH \$420,000.00 0 X \$0.00 X NJ 16 X \$110,000,000.00 \$670,000.00 0 \$0.00 X \$0.00 X 2 \$40,000.00 0 NM \$110,000,000.00 X \$110,000,000.00 \$1,703,763 D \$0.00 NY X 49 x \$110,000,000.00 \$0.00 84 \$5,977,000.0 NC x X \$110,000,000.00 9 X \$450,000.00 \$0.00 X ND 61 \$110,000,000.00 \$0.00 X OH × \$2,111,882 0 \$110,000,000.00 \$485,000.0 9 OK × \$0.00 × X \$110,000,000.00 35 \$1,730,000 \$0.00 OR × \$110,000,000.00 \$950,000.0 \$0.00 X PA X 31 × \$110,000,000.00 \$0.00 \$0.00 Ri 0 0 X 14 \$515,000.00 \$0.00 SC X \$110,000,000.00 × 8 SD \$110,000,000.00 \$295,000.00 \$0.00 × × \$0.00 TN \$110,000,000.00 18 \$575,000.0d 0 x x TX \$110,000,000.00 93 \$5,837,258. 0 \$0.00 x X UT 46 \$3,535,000.0 \$110,000,000.00 \$0.00 × X VT \$110,000,000.00 4 \$180,000.00 \$0.00 x x ٧A \$110,000,000.00 96 \$0.00 X X \$4,555,000. \$1,405,000. WA \$110,000,000.00 27 0 \$0.00 x X \$110,000,000.00 \$170,000.00 0 X wv \$0.00 X 4 \$862,000.0d D WI X \$110,000,000.00 28 \$0.00 X

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l 2  Intend to sell to non-accredited investors in State (Part B-Item 1)		Type of security and aggregate offering price offered in state (Part C-Item 1)		5 Disqualification under State ULC (if yes, attach explanation of waiver granted (Part E-Item 1)					
State	Yes	No	Partnership Interests	Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No
WY		×	\$110,000,000.00	1	\$20,000.00	0	\$0.00		x
PR		×	\$110,000,000.00	0	\$0.00	0	\$0.00		×

